ECORDATION NO. 28010 FREE

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SURFACE TRANSPORTATION BOATES

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October 21, 2011

ELLSWORTH C ALVORD (1964)

Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 "E" Street, S W
Washington, D C 20423

Dear Section Chief

Enclosed for recordation pursuant to the provisions of 49 U S C Section 11301(a) are two (2) copies of a Partial Termination and Release of Security Interest Series A, dated as of October 21, 2011, a secondary document as defined in the Board's Rules for the Recordation of Documents

The enclosed document relates to Memorandum and Restated Comprehensive Memorandum of Security Agreements previously filed with the Board under Recordation Number 28010-YYYYY

The name and address of the party to the enclosed document are

Secured Party. Deutsche Bank Trust Company Americas

as Series A Subsidiary Collateral Agent

60 Wall Street, 26th Floor New York, NY 10005

[Grantors The CIT Group/Equipment Financing, Inc

The CIT Group/Corporate Aviation, Inc.

c/o CIT Group Inc.

1 CIT Drive

Livingston, NJ 07039]

Chief, Section of Administration October 21, 2011 Page 2

A description of the railroad equipment covered by the enclosed document is

1 locomotive RELEASED CEFX 7099.

A short summary of the document to appear in the index is

Partial Termination and Release of Security Interest Series A

Also enclosed is a check in the amount of \$41 00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned

Very truly yours,

Edward M. Luria

EML/sem Enclosures

PARTIAL TERMINATION AND RELEASE OF SECURITY INTEREST Series A

SURFACE TRANSPORTATION ROADS

The undersigned, DEUTSCHE BANK TRUST COMPANY AMERICAS, as Series A Subsidiary Collateral Agent (as defined in the Collateral Agreement described below) for the Series A Subsidiary Secured Parties (in such capacity, the "Collateral Agent"), does hereby terminate, release and discharge the security interest held by it on that certain railroad equipment identified on Exhibit A attached hereto (the "Released Equipment"), without recourse, representation or warranty.

Such security interest was granted pursuant to that certain Series A Collateral Agreement, dated as of December 10, 2009 (as the same may be amended, restated, supplemented or otherwise modified from time to time, the "Collateral Agreement"), pursuant to which, among other things, The CIT Group/Equipment Financing, Inc. and The CIT Group/Corporate Aviation, Inc. (collectively, the "Grantors"), granted to the Collateral Agent (including any successor collateral agent), for the benefit of the Secured Parties, a lien on, and security interest in, all of its right, title and interest in, to and under, inter alia, certain of each such Grantor's railcars and other rolling stock, whether now owned or hereafter acquired, a Memorandum of which was recorded with the Surface Transportation Board under Recordation No. 28010-V. An amended and restated Memorandum of such security interest was subsequently recorded with the Surface Transportation Board under Recordation No. 28010-V. An amended and restated Memorandum of such security interest was subsequently recorded with the Surface Transportation Board under Recordation No. 28010-YYYYYY.

This instrument shall be governed by, and construed in accordance with, the law of the State of New York

This instrument is executed upon the express conditions that (a) nothing herein contained shall be construed to release from the lien of the aforesaid Collateral Agreement or to impair said lien upon any property subject thereto, except the Released Equipment and (b) the foregoing release shall not apply to the proceeds of the disposition of the Released Equipment, which proceeds shall be subject to the lien of the aforesaid Collateral Agreement to the extent provided for therein

[Signature pages follow]

	as Collateral Agent
	By: Mina chia-
	Name: MARIA INOA ASSOCIATE
	Title.
	By: MARK ESPOSITO ASSOCIATE
	Name: ASSOCIATE
	Title:
STATE OF NEW YORK) COUNTY OF NEW YORK) I, Whisping Ferguson, a New York, do hereby certify that on Morro Law and to be Assectate an Bank Trust Company Americas, as Ser	otary Public, qualified in
IN WITNESS WHEREOF, I he	rreunto set my hand.
My commission expires	Windome Fe 19 18071 Notary Public
The state of the s	WINSOME FERGUSON WORTH Public, State of Naw York No. 01FE008308 Guathed in Bronn County Commission Exerts March 3

DEUTSCHE BANK TRUST COMPANY

Exhibit A

One (1) SD40-2 locomotive marked and numbered as follows:

<u>Mark</u>	<u>Number</u>	EIN
CEFX	7099	126

CERTIFICATION

I, Edward M Luria, an attorney licensed to practice in the District of Columbia, the State of Delaware and the Commonwealth of Pennsylvania, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document

Dated 10/2/11 Edward M Luria